

THE ROSEN LAW FIRM, P.A.

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[Proposed] Lead Counsel for Plaintiff

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
ANNMARIE MALLOZZI, INDIVIDUALLY AND
ON BEHALF OF ALL OTHERS SIMILARLY SITUATED,

CASE No.: 07-CV-10321 (GBD)

**REPLY DECLARATION OF
PHILLIP KIM**

CLASS ACTION

Plaintiff,

vs.

INDUSTRIAL ENTERPRISES OF AMERICA, INC.;
JOHN MAZZUTO; JORGE YEPES; DENNIS O'NEILL;
and JAMES MARGULIES,

Defendants.

-----X

REPLY DECLARATION OF PHILLIP KIM

Phillip Kim, hereby declares under penalty of perjury:

1. I am an attorney with the Rosen Law Firm, P.A. [Proposed] Lead Counsel in this action and have personal knowledge of the facts set forth herein. I am duly admitted to practice law in the State of New York and before this Court. I make this Reply Declaration in further support of Plaintiff Carl Meisner's motion for appointment as Lead Plaintiff and in further Opposition to the competing lead plaintiff motion filed by the Goldenberg Group consisting of Ron Goldenberg and Carl Haeussler.

2. Earlier today, a notice of partial withdrawal of IEAM Investors motion for Lead Plaintiffs was filed with the Court. That notice withdraws Steve Rash as one of the proposed Lead Plaintiff movants of the IEAM Investors, based upon Mr. Rash's request during my meeting with Mr. Rash in Manhattan this morning.

3. During the in-person meeting today, Mr. Rash, a resident of Texas, informed me that he intends assist in the prosecution of the Class Action, but due to changed circumstances, he has decided not to seek appointment as one of the Lead Plaintiffs. However, based on his significant losses in IEAM stock during the class period Mr. Meisner pledged to the undersigned his continued cooperation and participation in the case.

4. Any suggestion that Mr. Rash does not exist, or that he did not submit the electronic PSLRA certification, is without merit and should not be countenanced by the Court.

5. A true and correct copy of Mr. Meisner's paper version of his electronic certification he submitted to the Rosen Law Firm is attached hereto as Exhibit 1.
I declare under penalty of perjury that the foregoing is true and correct.

Executed: February 14, 2008

/s/ Phillip Kim
Phillip Kim

CERTIFICATE OF SERVICE

I hereby certify that on this 14th day of February 2008, a true and correct copy of the foregoing document was served by CM/ECF to the parties registered to the Court's CM/ECF system.

/s/ Phillip Kim

CERTIFICATION

The individual or institution listed below (the "Plaintiff") authorizes the Rosen Law Firm, P.A. to file an action or amend a current action under the federal securities laws to recover damages and to seek other relief against Industrial Enterprises of American, Inc. ("IEAM"), and certain of its officers and directors. The Rosen Law Firm, P.A. agrees to prosecute the action on a contingent fee basis not to exceed one-third of any recovery and will advance all costs and expenses. Any legal fees and expenses will be determined by, and payable, only upon order of the U.S. District Court.

Plaintiff declares, as to the claims asserted under the federal securities laws, that:

Plaintiff declares, as to the claims asserted:

1. I have reviewed the complaint against IEAM and certain of its officers and directors and authorized the filing thereof by the Rosen Law Firm, P.A., whom I retain as counsel in this action for all purposes.
2. I did not engage in transactions in the securities that are the subject of this action at the direction of plaintiff's counsel or in order to participate in this or any other litigation under the securities laws of the United States.
3. I am willing to serve as a lead plaintiff either individually or as part of a group. A lead plaintiff is a representative party who acts on behalf of other class members in directing the action, and whose duties may include testifying at deposition and trial.
4. The following is a list of all of the purchases, acquisitions, and sales I have made in IEAM securities during the class period set forth in the complaint. I have made no transactions during the class period in the debt or equity securities that are the subject of this lawsuit except those set forth below.

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5. I have not, within the three years preceding the date of this certification, sought to serve or served as a representative party on behalf of a class in an action involving alleged violations of the federal securities laws, except: for the following company(ies):

6. I will not accept any payment for serving as a representative party beyond my pro rata share of any recovery, except reasonable costs and expenses, such as travel expenses and lost wages directly related to the class representation, as ordered or approved by the court pursuant to law.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 19 day of
FEBRUARY 2000.

Signature: Carl Meisner
Name: Carl Meisner
Address: 10227 Altonbury Ln, Houston, TX 77031

Phone: 281-627-9443
E-mail:

Item. 4 (continue from prior page if needed)

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OR MAIL TO:
THE ROSEN LAW FIRM PA
350 FIFTH AVENUE, SUITE 5508
NEW YORK, NY 10118

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History for account XXXX-6831 as of 11/24/2007 09:35:10 EDT for 12/04/2006 to 11/24/2007

Date	Action	Quantity	Symbol	Description	Price	Amount	Fees & Comm
04/30/2007	Sell	25.0000	IEAM	INDL ENTS OF AMER NEW	\$6.5000	\$161.06	\$1.44
04/30/2007	Sell	100.0000	IEAM	INDL ENTS OF AMER NEW	\$6.5000	\$644.23	\$5.77
04/30/2007	Sell	100.0000	IEAM	INDL ENTS OF AMER NEW	\$6.5000	\$644.23	\$5.77
12/05/2006	Buy	24.0000	IEAME	INDL ENTS OF AMER NEW	\$4.7400	\$115.14	\$1.38
12/05/2006	Buy	201.0000	IEAME	INDL ENTS OF AMER NEW	\$4.7400	-\$954.31	\$11.57

0006-5926

Brokerage Products: Not FDIC Insured • No Bank Guarantee • May Lose Value

Today's Date: 11/24/07 09:35 AM EST

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View date/range

from: to: or

Search results for 11/25/2006 to 11/24/2007

Date/Time	Description	
05/15/2007 13:35:54	Bought 2000 IEAM @ 5.55 = 11,109.99	-1
06/08/2007 09:30:13	Bought 600 IEAM @ 5.1 = 3,064.99	-
11/14/2007 14:10:06	Sold 2600 IEAM @ 0.75 = 1939.98	

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Type: All transaction types

Symbol(s): ieam [Symbol lookup](#)
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View date/range

from: January 1 2007

to: November 22 2007 [View](#) or [Download](#)

Search results for 1/1/2007 to 11/22/2007

Date/Time

Description

05/15/2007 13:35:42 Bought 100 IEAM @ 5.55

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Search results for 5/16/2007 to 11/24/2007

Date/Time [e](#) Description

05/16/2007 13:02:05 Bought 1500 IEAM @ 5.49

11/14/2007 14:04:13 Sold 1500 IEAM @ 0.75

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Type: All transactions types Symbol(s): ieam [Symbol lookup](#)
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View date/range

from: November 25 2006 to: November 24 2007 View or Download

Search results for 11/25/2006 to 11/24/2007

Date/Time	Description	-1
05/16/2007 13:02:24	Bought 250 IEAM @ 5.48	

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Type: All transactions types

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View date/range

from: November 2006 to: November 2007 [View](#) or [Download](#)

Search results for 11/25/2006 to 11/24/2007

Date/Time	Description	
05/16/2007 13:01:49	Bought 1000 IEAM @ 5.52	-5
11/14/2007 14:10:06	Sold 1000 IEAM @ 0.75	

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Symbol(s): ieam Symbol lookup

(separate symbols with commas)

View last: 1 day 7 days 14 days 60 days

View date/range

from: May 16 2007

to: November 24 2007

 or

Search results for 5/16/2007 to 11/24/2007

Date/Time	Description	
05/16/2007 09:30:03	Bought 1500 IEAM @ 5.53	836499 -8
06/08/2007 09:30:13	Bought 300 IEAM @ 5.1	153999 -1
11/14/2007 14:04:13	Sold 1800 IEAM @ 0.75	133998 1

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